

## KELLEY DRYE &amp; WARREN LLP

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FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

January 28, 2003

**BY HAND DELIVERY**

Marlene H. Dortch, Secretary  
Federal Communications Commission  
Office of the Secretary  
445 12th Street, S.W.  
Washington, D.C. 20554

Re: **CC Docket No. 00-257: In the Matter of 2000 Biennial Review – Review of Policies and Rules Concerning Unauthorized Changes of Consumers Long Distance Carriers; Notification of Transfer of Subscriber Base Pursuant to 47 C.F.R. §64.1120**

Dear Secretary Dortch:

Xspedius Management Co., LLC ("Xspedius") hereby encloses a copy of the notification letter mailed to customers of Mpower Communications Corp. ("Mpower") in the State of Texas. Mpower proposes to transfer all Mpower customers within its Texas service area to companies affiliated with Xspedius. Local, intrastate and interstate services in the State of Texas will be provided by Xspedius Management Co. Switched Services, LLC ("XMSS") and international service will be provided by Xspedius Management Co. International, LLC ("XMI").

Xspedius provides the following information pursuant to Section 64.1120(e):

**Parties to the Transaction:** The service providers involved are Xspedius Management Co., LLC operating through Xspedius Management Co. Switched Services, LLC and Xspedius Management Co. International, LLC. These companies will provide the services under the brand name Xspedius Communications.

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***Types of Telecommunications Services Provided to the Affected Subscribers:***

The transfer affects customers' local exchange, intraLATA toll, interstate long distance and international special access services.

***Date of Transfer of the Subscribers to Acquiring Carrier:***

The migration of subscribers from Mpower to Xspedius Communications is expected to occur on or after February 28, 2003 upon receipt of other regulatory approvals.

***Certification of Compliance:***

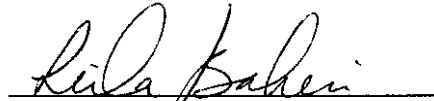
Appended hereto as *Attachment A* is Xspedius Management Co., LLC's certification required pursuant to Section **64.1120(e)(1)** of the Commission's Rules.

***Copy of Notice Sent to Affected Subscribers:***

A copy of the notice sent to the customers of Xspedius, LLC is enclosed as *Attachment B*.

Should you have any questions about these matters, please communicate with this office.

Sincerely,

A handwritten signature in cursive script, reading "Leila M. Baheri", written over a horizontal line.

Leila M. Baheri  
(202) 887-1228

LMB/mb1  
Attachments

# **ATTACHMENT A**

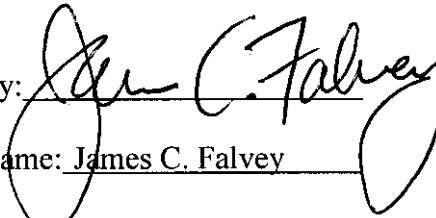
## **CERTIFICATION OF COMPLIANCE**

## **Certification of Xspedius Management Co., LLC**

On behalf of Xspedius Management Co., LLC and its utility subsidiaries, and in accordance with Section 64.1120 of the Commission's Rules, 47 C.F.R. § 64.1120, I hereby certify under penalty of perjury that:

1. I have read the foregoing document and the statements contained therein are true, complete and correct to the best of my knowledge.
2. Xspedius Management Co., LLC, for itself and its subsidiaries has provided advance written notice to all affected subscribers of Mpower Communications Corp. and will comply with applicable FCC requirements and procedures governing the transfer of customers to subsidiaries of Xspedius Management Co., LLC that are operating in the State of Texas. Future service to these customers will be provided under the brand name "Xspedius Communications."

**Xspedius Management Co., LLC**

By:   
Name: James C. Falvey  
Title: Assistant Secretary  
Date: January 27, 2003

# **ATTACHMENT B**

## **NOTIFICATION TO CUSTOMERS**



5555 Winghaven Blvd., Suite 300  
O'Fallon, MO 63366

**AN IMPORTANT NOTICE REGARDING YOUR  
TELECOMMUNICATIONS SERVICE FROM MPOWER COMMUNICATIONS  
CORPORATION AND XSPEDIUS MANAGEMENT CO., LLC**

January 21, 2003

Dear Valued Customer:

We are very excited to inform you that the assets of Mpower Communications Corporation in the state of Texas have been acquired by Xspedius Management Co., LLC ("Xspedius") and its affiliates.

As part of this transaction, Mpower customers will be transferred to Xspedius Management Co. Switched Services, LLC, an affiliate of Xspedius Management Co., LLC operating in Texas, as your new provider. Upon completion of the transaction, Mpower will no longer be providing telecommunications services in this state. In the future, subject to final regulatory approval, the Xspedius companies will operate under the single brand name of "Xspedius Communications."

The anticipated date for the transfer of your service to Xspedius Management Co. Switched Services, LLC is February 28, 2003, or as soon thereafter as the necessary governmental approvals can be obtained. As a customer of Xspedius, there will be no significant changes to the services you currently enjoy. For the foreseeable future, you will continue to receive all the features, current rates and terms and conditions of service that you receive today. Should there be any future changes in rates, terms and conditions of services, notice will be provided in writing or as otherwise permitted by law. Xspedius is committed to ensuring a smooth transition of your account.

Xspedius Management Co., LLC, a privately held firm headquartered in St. Louis, Missouri, is funded by Thermo Capital Partners. At the helm of the company are James C. Allen, Chairman, and Mark Senda, President and CEO, two industry pioneers who have previously founded and led such notable communications companies as Brooks Fiber, MetroNet, AT&T Canada, and MFS Communications. Xspedius Management Co., LLC also manages Xspedius LLC, a regional CLEC headquartered in Lake Charles, Louisiana.